



LAW OFFICES OF

STADLER & HARRIS, P.A.

2004 OCT 20 AM 9:13

DEPT OF STATE
TALLAHASSEE FLORIDA

Richard E. Stadler
Elizabeth Siano Harris
Of Counsel
Katherine Wyatt
Paralegal
Lori A. Hurd
Paralegal

October 18, 2004

Secretary of State
Corporate Division
The Capital
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation
BAILEY & SONS ENTERPRISES, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for BAILEY & SONS ENTERPRISES, INC.. In addition, my check in the amount of \$78.75 is enclosed to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$ 78.75

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,

Richard E. Stadler

ARTICLES OF INCORPORATION
OF
BAILEY & SONS ENTERPRISES, INC.

2004 OCT 20 AM 9:14

DEPT. OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby subscribe to these Articles of Incorporation and execute same for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be **BAILEY & SONS ENTERPRISES, INC.**

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation is **219 Harrison Street, Titusville, FL 32780**. The mailing address for the corporation is the same.

ARTICLE IV - PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE VI - INITIAL DIRECTORS

The corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors is as follows:

FREDERICK N. BAILEY

**2060 Barna Avenue
Titusville, FL 32780**

SCOTT F. BAILEY

**2913 Cooper Drive
Titusville, FL 32796**

ARTICLE VII - INCORPORATORS

The name and address of the initial incorporators of this corporation are as follows:

FREDERICK N. BAILEY 2060 Barna Avenue
Titusville, FL 32780

SCOTT F. BAILEY 2913 Cooper Drive
Titusville, FL 32796

ARTICLE VIII - REGISTERED AGENT

The name and street address of the initial registered agent and office of this corporation is as follows:

SCOTT F. BAILEY 2913 Cooper Drive
Titusville, FL 32796

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the board of directors and shareholders of the corporation.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in theses Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of October, 2004.

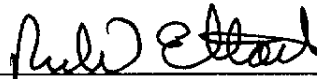

FREDERICK N. BAILEY


SCOTT F. BAILEY

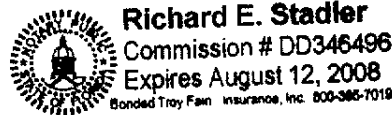
STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared FREDERICK N. BAILEY and SCOTT F. BAILEY, who are personally known to me or who produced their driver's licenses for identification, and who took an oath and executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same, this 18th day of October, 2004.

(SEAL)  **Richard E. Stadler**
Commission # DD346496
Expires August 12, 2008
Bonded Troy Fair Insurance, Inc. 800-365-7019




Notary Public
Richard E. Stadler
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for BAILEY & SONS ENTERPRISES, INC.. and agrees to perform all duties and accept all responsibilities imposed by law.

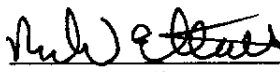


SCOTT F. BAILEY

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared SCOTT F. BAILEY, who is personally known to me or who produced his driver's license for identification, and who took an oath and executed the foregoing Acceptance of Registered Agent and acknowledged before me that he executed the same, this 18th day of October, 2004.

(SEAL)



Notary Public
Richard E. Stadler
My Commission Expires:



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ALLAHASSEE FLORIDA